

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

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In re ASPEN TECHNOLOGY, INC. : Civil Action  
SECURITIES LITIGATION : No. 04-12375-JLT  
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DECLARATION OF CAROLE K. SYLVESTER RE A) MAILING OF THE NOTICE  
OF PROPOSED SETTLEMENT OF CLASS ACTION, MOTION FOR ATTORNEYS'  
FEES AND SETTLEMENT FAIRNESS HEARING, AND THE PROOF OF CLAIM  
AND RELEASE FORM; AND B) PUBLICATION OF THE SUMMARY NOTICE

I, Carole K. Sylvester, declare:

**THE NOTICE AND PROOF OF CLAIM AND RELEASE**

1. I submit this declaration in order to provide the Court and the parties to the above-captioned litigation with information regarding the mailing of the Notice of Proposed Settlement of Class Action, Motion for Attorneys' Fees and Settlement Fairness Hearing (the "Notice"), the Proof of Claim and Release form (the "Proof of Claim"), and the publication of the Summary Notice. I am over 21 years of age and am not a party to this action. I have personal knowledge of the facts set forth herein and, if called as a witness, could and would testify competently thereto.

2. I am employed by Gilardi & Co. LLC, located at 3301 Kerner Boulevard, San Rafael, California. My firm was retained as the Claims Administrator in this matter. I oversaw the notice services Gilardi provided in accordance with the Order Preliminarily Approving Settlement, Providing for Notice and Scheduling Settlement Hearing (the "Order") that was filed with the Court in this matter. True and correct copies of the Notice, and the Proof of Claim are attached hereto as Exhibits A and B, respectively. The Notice and Proof of Claim were in the form approved by the Court.

**MAILING OF THE NOTICE**

3. On or before January 6, 2006, I caused 3,415 address labels prepared from listings provided by the transfer agent for Aspen Technology, Inc. ("AspenTech") to be affixed to envelopes containing the Notice and Proof of Claim form ("Claim Package"). These address labels reflected the names and addresses of persons or entities that purchased AspenTech common stock. I thereafter caused all of the envelopes to be posted for first-class mail and delivered on January 6, 2006 to the United States Post Office located in Santa Rosa, California. The total number of Claim Packages mailed on January 6, 2006 to those members of the class was 3,415.

4. My firm has acted as a repository for shareholder inquiries and communications received in this action. In this regard, we have forwarded the Claim Package on request to nominees who held AspenTech common stock for the beneficial interest of other persons and entities. We have also forwarded the Claim Package

directly to beneficial owners upon receipt of the names and addresses from such nominees.

5. My firm, as a part of its normal procedure, sends a cover letter with the claim package to a list of 84 entities (most of which are major brokerage houses) which commonly hold securities in "street name" as nominees for the benefit of their customers who are the beneficial purchasers of the securities. The letter advises the nominees of the pending action and requests their cooperation in forwarding notice to the beneficiary. A copy of the letter dated January 9, 2006 sent to nominees and brokerage houses in this case is attached hereto as Exhibit C.

6. In response to correspondence or inquiries from potential class members and/or nominees, we have caused to be mailed directly to potential class members and nominees an additional 33,678 Claim Packages. As of this date, we have mailed a total of 37,093 Claim Packages to such recipients.

7. I also caused a copy of the Notice and Proof of Claim to be posted on our website ([www.gilardi.com](http://www.gilardi.com)) on or about January 9, 2006.

#### **PUBLICATION OF THE SUMMARY NOTICE**

8. I caused the Summary Notice to be published in *The Wall Street Journal* on January 13, 2006 as shown in the declaration of publication attached here to as Exhibit D.

I declare under penalty of perjury under the laws of the State of California that the forgoing is true and correct and that this declaration was executed this 23rd day of February, 2006, at San Rafael, California.

  
CAROLE K. SYLVESTER

CERTIFICATE OF SERVICE

I hereby certify that on February 27, 2006, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the e-mail addresses denoted on the attached Electronic Mail Notice List, and I hereby certify the foregoing document or paper has been mailed via the United States Postal Service to the non-CM/ECF participants indicated on the attached Manual Notice List.

s/ THOMAS G. SHAPIRO  
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THOMAS G. SHAPIRO

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## Mailing Information for a Case 1:04-cv-12375-JLT

### Electronic Mail Notice List

The following are those who are currently on the list to receive e-mail notices for this case.

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### Manual Notice List

The following is the list of attorneys who are **not** on the list to receive e-mail notices for this case (who therefore require manual noticing). You may wish to use your mouse to select and copy this list into your word processing program in order to create notices or labels for these recipients.

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